Prepared by:

John S. Seabold Gerrish McCreary Smith, PC 700 Colonial Road, Suite 200 Memphis, Tennessee 38117 (901) 767-0900

STATE OF MISSISSIPPI COUNTY OF DESOTO

CERTIFICATE OF TRUST AGREEMENT

- I, GEORGE T. JOHNSON ("Trustee"), of lawful age, being duly sworn, upon oath, deposes and states:
- 1. This Certificate of Trust Agreement relates to a trust created under the Last Will and Testament of William W. Bond, Jr. William W. Bond, Jr. died on May 26, 1999.
- THE QUALIFIED TERMINABLE INTEREST PROPERTY ("QTIP") TRUST FOR BENEFIT OF JOANNE T. BOND UNDER WILL OF WILLIAM W. BOND, JR. ("Trust") is the name of a trust which may acquire, convey, encumber, lease and otherwise deal with interests in real property in said name and authorizes the Trustee and/or Co-Trustees to execute any and all documents related to such acquisition and/or conveyance.
- 3. The name and address of the Trustee is:

GEORGE T. JOHNSON 1589 APPLING ROAD CORDOVA, TN 38016

4. The name and address of the Grantor(s) are:

WILLIAM W. BOND, J R. (DECEASED MAY 26, 1999) 1589 APPLING ROAD CORDOVA, TN 38016

- 5. The above named Trustee may acquire, convey, encumber, lease, and otherwise deal with interest in property acquired or held in the name of said Trust.
- 6. This Trust has no anticipated date of termination.
- 7. Exhibit A attached hereto and incorporated herein contains the legal descriptions of the properties owned or conveyed to the QUALIFIED TERMINABLE INTEREST

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PROPERTY ("QTIP") TRUST FOR BENEFIT OF JOANNE T. BOND UNDER WILL OF WILLIAM W. BOND, JR.

8. This Certificate of Trust Agreement is executed and recorded pursuant to the provisions of Miss. Code Ann. §91-9-7.

QUALIFIED TERMINABLE INTEREST PROPERTY ("QTIP") TRUST FOR BENEFIT OF JOANNE T. BOND UNDER WILL OF WILLIAM W. BOND, JR.

George T. Johnson, Trustee

STATE OF TENNESSEE COUNTY OF SHELBY

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named GEORGE T. JOHNSON, who acknowledged that GEORGE T. JOHNSON AS TRUSTEE FOR THE QUALIFIED TERMINABLE INTEREST PROPERTY ("QTIP") TRUST FOR BENEFIT OF JOANNE T. BOND UNDER WILL OF WILLIAM W. BOND, signed and delivered the above and foregoing instrument of writing on the day and year therein mentioned.

GIVEN under my hand and official seal, this the 1th day of February 2009.

Notary Public

My commission expires:

10.26.2010

Exhibit A

Lots 378, 379, 380, 381, 382, 383, and 384 in Section A of Lake O' The Hills Subdivision as shown on plat of record appearing of record in Plat Book 2, Pages 29-33, in the Chancery Court Clerk's Office of DeSoto County, Mississippi, to which recorded plat reference is made for a more particular description, said lot being situated in Section 20, Township 3, Range 9 West.

The south one-half of the southwest quarter of Section 17, Township 3 South, Range 9 West, containing 80 acres, more or less. It being the intent of the Grantor to convey all acreage owned by them in the southwest corner of said section lying west of the center line of Bluff Road

This Property was previously conveyed to Grantor at William W. Bond, Jr.'s death on May 26, 1999 by Will recorded at _____ in the public records of DeSoto County, Mississippi.